

Exhibit 1

Second Supplemental Torkin Declaration

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*Counsel for the Board of Each of PG&E Corporation
and Pacific Gas and Electric Company and for
Certain Current and Former Independent Directors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case
No. 19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**SECOND SUPPLEMENTAL
DECLARATION OF MICHAEL H.
TORKIN RELATING TO THE
RETENTION OF SIMPSON THACHER &
BARTLETT LLP AS COUNSEL FOR THE
BOARD OF DIRECTORS OF EACH OF
PG&E CORPORATION AND PACIFIC
GAS AND ELECTRIC COMPANY AND
FOR CERTAIN CURRENT AND FORMER
INDEPENDENT DIRECTORS PURSUANT
TO ORDER ENTERED MAY 10, 2019
[DOCKET NO. 1979]**

1 I, Michael H. Torkin, being duly sworn, declare the following under penalty of perjury:

2 I am a partner in the law firm of Simpson Thacher & Bartlett LLP ("**Simpson Thacher**"),
3 with an office at 425 Lexington Avenue, New York, New York 10017. I am a member in good
4 standing of the Bar of the State of New York, and there are no disciplinary proceedings pending
5 against me.

6 This Second Supplemental Declaration provides additional disclosures relating to the
7 retention of Simpson Thacher as counsel to (i) the Board of Directors (the "**Board**") of each of PG&E
8 Corporation and Pacific Gas and Electric Company, as the Board may be constituted from time to
9 time, and as counsel to the members of the Board from time to time in their capacities as members of
10 the Board, under section 327(e) of the Bankruptcy Code (the "**Board Representation**") and (ii)
11 certain current and former independent directors in their individual capacities who serve or served as
12 independent directors prior to and/or as of the Filing Date (each an "**Independent Director**" and
13 collectively, the "**Independent Directors**") (the "**Independent Director Representation**") under
14 section 363 of the Bankruptcy Code. The Board Representation and the Independent Director
15 Representation were authorized by Order entered May 10, 2019 [Docket No. 1979].

16 This Second Supplemental Declaration supplements the *Declaration of Michael H. Torkin in*
17 *Support of the Motion Pursuant to 11 U.S.C. § 363 Authorizing the Debtors to Pay the Fees and*
18 *Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent Directors of PG&E*
19 *Corp.* [Docket No. 1183] (the "**Torkin Declaration**") and the *Supplemental Declaration of Michael*
20 *H. Torkin in Support of the Motion Pursuant to 11 U.S.C. § 363 Authorizing the Debtors to Pay the*
21 *Fees and Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent Directors of*
22 *PG&E Corp. (As Modified As Described Herein)* [Docket No. 1802] (the "**Supplemental Torkin**
23 **Declaration**").

24 Simpson Thacher provides the following updates to the Schedules to the Torkin Declaration,
25 as supplemented by the Supplemental Torkin Declaration:

1 (i) **Schedule 2(b) [Interested Parties as Described in the Torkin Declaration]:** American
2 Alternative Insurance Company (Munich Re U.S.), Great Lakes Reinsurance (UK) PLC (Munich Re
3 London), Munich Re, and Perella Weinberg Partners LP.

4 (iii) **Schedule 2(c) [Interested Parties For Whom Additional Information Is Needed]:**
5 Lloyds of London Munich Re.

6 To the extent that any new relevant facts or relationships bearing on the matters described
7 herein during the period of Simpson Thacher's retention are discovered or arise, Simpson Thacher
8 will use reasonable efforts to file promptly a supplemental declaration, as required by Bankruptcy
9 Rule 2014(a).

10 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and
11 correct to the best of my knowledge, information and belief.

12 Dated: July 24, 2019



Michael H. Torkin
Simpson Thacher & Bartlett LLP